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Mary Kay Shaver (P-60411)

**WITTE-Velbert GmbH & Co. KG.**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In Re:</b>	:	<b>Chapter 11 Case No.</b>
	:	
<b>GENERAL MOTORS CORP., et al.,</b>	:	<b>09-50026 (REG)</b>
	:	
<b>Debtors.</b>	:	<b>(Jointly Administered)</b>
	:	
	:	<b>Hon. Robert E. Gerber</b>
-----X		

**LIMITED OBJECTION BY WITTE-VELBERT GMBH & CO. KG. TO  
NOTICE OF (I) DEBTORS' INTENT TO ASSUME AND ASSIGN CERTAIN  
EXECUTORY CONTRACTS, UNEXPIRED LEASES OF PERSONAL PROPERTY,  
AND UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY  
AND (II) CURE AMOUNTS RELATED THERETO**

WITTE-Velbert GmbH & Co. KG., a limited partnership organized and existing under the laws of the Federal Republic of Germany ("WITTE"), by and through its attorneys, Varnum LLP, hereby files this limited objection to the Notice of (i) Debtors' Intent to Assume and Assign Certain Executory Contract, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (ii) Cure Amounts Related Thereto, dated June 5, 2009 (the "Assignment Notice") as follows:

1. On June 1, 2009, the Debtors commenced these voluntary cases under chapter 11 of title 11 of the United States Code.

2. On June 2, 2009, this Court entered an Order approving the Debtors' bidding procedure [Docket No. 274], which includes a procedure regarding the Debtors' assumption and assignment of executory contracts (the "Procedures Order").

3. On June 9, 2009, WITTE received the Assignment Notice, which states that the Debtors intend to assume and assign the Debtors' agreements with WITTE (the "WITTE Agreements") and proposes a cure amount of CZK \$16,265.69 and EUR \$274.26 (the "Proposed Cure Amount").

4. The Debtors owe WITTE the sum of CZK \$16,265.69 and EUR \$32,352.19 for prepetition goods and/or services provided to the Debtors under the WITTE Agreements (the "WITTE Cure Amount").

5. Thus, there is a difference between the Proposed Cure Amount and the WITTE Cure Amount of EUR \$32,077.93. This amount relates to the following invoices:

- a. Invoice No. 90676263, dated 9/25/08, in the amount of EUR \$195,493.20 (with only EUR \$31,213.20 owing);
- b. Invoice No. 90688529, dated 11/5/08, in the amount of EUR \$213.39; and
- c. Invoice No. 90643382, dated 6/19/08, in the amount EUR \$651.34.

Copies are available upon request.

6. Accordingly, WITTE objects to the Assignment Notice and the Proposed Cure Amount to the extent they do not account for the total prepetition cure amount for purposes of Section 365(b) in the amount of CZK \$16,265.69 and EUR \$32,352.19.

WHEREFORE, Creditor requests that the Court enter an order:

(A) Granting WITTE a pre-petition cure amount for purposes of Section 365(b) of the Bankruptcy Code in the total amount of CZK \$16,265.69 and EUR \$32,352.19 as a condition for the Debtors to assume and assign the WITTE Agreements pursuant to the Procedures Order; and

(B) Granting such other and further relief as the Court deems just and appropriate.

Respectfully submitted,

Varnum LLP

Dated: June 15, 2009

By: /s/ Mary Kay Shaver  
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